

RECORDATION NO. 17521-RRR FILED

JAN 18 '11 -3 15 PM

SURFACE TRANSPORTATION BOARD

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ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)

January 18, 2011

Chief
Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, S.W.
Washington, D.C. 20423

Dear Section Chief,

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Lease Supplement No. 19 (GATC Trust No. 91-1), dated as of January 7, 2011, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the GATC Trust No. 91-1 previously filed with the Commission under Recordation Number 17521.

The names and addresses of the parties to the enclosed document are:

Lessor:	U.S. Bank National Association (successor to State Street Bank and Trust Company) 225 Franklin Street Boston, MA 02101
Lessee:	GATX Corporation (successor by merger to GATX Financial Corporation, successor by merger to GATX Rail Corporation) 500 West Monroe Street Chicago, IL 60661

Chief
Section of Administration
January 18, 2011
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A description of the railroad equipment covered by the enclosed document is:

2 railcars ADDED: GATX 1871 and GATX 14382.

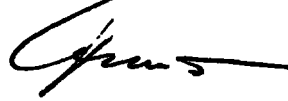
A short summary of the document to appear in the index is:

Lease Supplement No. 19 (GATC Trust No. 91-1).

Also enclosed is a check in the amount of \$41.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,

A handwritten signature in black ink, appearing to read 'R. Alvord', with a long horizontal flourish extending to the right.

Robert W. Alvord

RWA/sem
Enclosures

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**LEASE SUPPLEMENT NO. 19
(GATC Trust No 91-1)****SURFACE TRANSPORTATION BOARD**

This Lease Supplement No. 19, dated as of January 7, 2011, between U.S. Bank National Association, successor to State Street Bank and Trust Company, successor to The Connecticut National Bank, not in its individual capacity but solely as Owner Trustee under the Trust Agreement ("Lessor"), and GATX Corporation, a New York corporation, successor by merger to GATX Financial Corporation, a Delaware corporation ("Lessee");

WITNESSETH:

The Lessor and the Lessee have heretofore entered into that certain Equipment Lease Agreement (GATC Trust No. 91-1) dated as of September 5, 1991 (as heretofore amended; including without limitation by First Amendment to Equipment Lease Agreement (GATC Trust No. 91-1) dated as of October 11, 2005) (the "Lease"). The terms used herein are used with the meanings specified in the Lease

The Lease provides for the execution and delivery of a Lease Supplement substantially in the form hereof for, among other things, the purpose of particularly describing the Replacement Units to be leased to the Lessee in substitution for damaged or destroyed equipment previously leased to Lessee.

Now, therefore, in consideration of the premises and other good and sufficient consideration, and pursuant to Section 11 of the Lease, the Lessor and the Lessee hereby agree as follows:

1. Lessor hereby delivers and leases to Lessee, and Lessee hereby accepts and leases from Lessor, under the Lease as herein supplemented, the Units described in Schedule 1 hereto.
2. All of the terms and provisions of the Lease are hereby incorporated by reference in this Lease Supplement to the same extent as if fully set forth herein.
3. To the extent that this Lease Supplement constitutes chattel paper (as each term is defined in the Uniform Commercial Code) no security interest in this Lease Supplement may be created through the transfer or possession of any counterpart hereof other than the counterpart bearing the receipt therefor executed by the Indenture Trustee for the signature page hereof, which counterpart shall constitute the only "original" hereof for purposes of the Uniform Commercial Code.
4. This Lease Supplement shall be governed by and construed in accordance with the internal laws and decisions of the State of New York, *provided, however*, that the parties shall be entitled to all rights conferred by any applicable Federal statute, rule or regulation.

5. This Lease Supplement may be executed in any number of counterparts, each executed counterpart constituting an original but all together one and the same instrument.

IN WITNESS WHEREOF, the Lessor and the Lessee have caused this Lease Supplement to be duly executed as of the day and year first above written and to be delivered as of the date first above written.

U.S. Bank National Association, successor to
State Street Bank and Trust Company,
not in its individual capacity, but
solely as Owner Trustee

By: _____

Name: _____

Title: _____


Alison D B Nadeau
Vice President

GATX Corporation, successor by merger to
GATX Financial Corporation

By: _____

Name: ~~William M. Muckian~~

Title: Senior Vice President, Controller &
Chief Accounting Officer

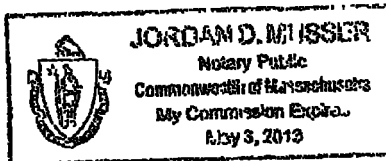
State of Massachusetts)
) SS
County of Suffolk)

On this 13th day of January, 2011, before me personally appeared Alison D.B. Nadeau, to me personally known, who being by me duly sworn, say that he/she is a Vice President of U.S. Bank National Association, successor to State Street Bank and Trust Company that said Instrument was signed on such date on behalf of said corporation by authority of its Board of Directors, and he/she acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Notary Public

[Notarial Seal]

My commission expires:



State of Illinois)
) SS
County of Cook)

On this 7th day of January, 2011, before me personally appeared William M. Muckian, to me personally known, who being by me duly sworn, says that he is Senior Vice President, Controller & Chief Accounting Officer of GATX Corporation, successor by merger to GATX Financial Corporation that said instrument was signed on such date on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Notary Public

[Notarial Seal]

My commission expires:



SCHEDULE 1

<u>Car Type</u>	<u>DOT Classification</u>	<u>Car Marking</u>
T106	DOT 111A100-W-1	GATX 001871
T106	DOT 111A100-W-1	GATX 014382

CERTIFICATION

I, Robert W. Alvord, attorney licensed to practice in the State of New York and the District of Columbia, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document.

Dated: _____

1/18/11



Robert W. Alvord